

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

Lordstown Motors Corp., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

**Hearing Date:**

**TBD**

**Objection Deadline:**

**September 14, 2023, at 4:00 p.m. (ET)**

**Re: D.I. 323, 324**

**MOTION TO FILE UNDER SEAL (I) REPLY IN FURTHER SUPPORT OF MOTION  
OF HON HAI PRECISION INDUSTRY CO., LTD. (A/K/A HON HAI TECHNOLOGY  
GROUP), FOXCONN EV TECHNOLOGY, INC., AND FOXCONN EV SYSTEM LLC  
TO DISMISS, OR, IN THE ALTERNATIVE, CONVERT THE BANKRUPTCY CASES  
AND (II) DECLARATION OF MICHAEL C. WHALEN**

Hon Hai Precision Industry Co., Ltd. (a/k/a Hon Hai Technology Group), Foxconn EV Technology, Inc., and Foxconn EV System LLC (collectively, the “Movants” or “Foxconn”)<sup>2</sup> respectfully move (this “Motion to Seal”) as follows:

**RELIEF REQUESTED**

1. The Movants seek entry of an order, substantially in the form attached as **Exhibit A**, (i) authorizing the filing under seal portions of the *Reply in Further Support of Motion of Hon Hai Precision Industry Co., Ltd. (a/k/a Hon Hai Technology Group), Foxconn EV Technology, Inc., and Foxconn EV System LLC to Dismiss, or, in the Alternative, Convert the*

---

<sup>1</sup> The debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101) (collectively, the “Debtors”). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

<sup>2</sup> The Movants are limited to those entities named in the Debtors’ Adversary Complaint that are subject to the jurisdiction of this Court. At the appropriate time and if necessary, Foxconn will seek relief for those entities that are without the Court’s jurisdiction.

*Bankruptcy Cases* (D.I. 323) (the “Reply”) and the *Declaration of Michael C. Whalen* (D.I. 324) (the “Declaration”) and (ii) granting such other and further relief as the Court deems just and proper.

### **RELEVANT BACKGROUND**

2. On July 20, 2023, the Movants filed the *Motion of Hon Hai Precision Industry Co., Ltd. (a/k/a Hon Hai Technology Group), Foxconn EV Technology, Inc., and Foxconn EV System LLC to Dismiss, or, in the Alternative, Convert the Bankruptcy Cases* (D.I. 131) (the “Motion”).

3. On August 21, 2023, the Debtors filed their objection to the Motion (D.I. 281) (the “Objection”) and the Official Committee of Unsecured Creditors (the “Committee”) filed a statement of position (D.I. 286).

4. On August 25, 2023, the Movants filed the Reply and Declaration.

5. The Reply and Declaration references and/or attaches as exhibits certain documents (the “Documents”) produced by the Debtors to the Movants that are designated “Confidential” or “Highly Confidential” by the Debtors. The Documents also include the deposition transcript of Daniel Ninivaggi, Executive Chairman of the Debtors and declarant in support of the Objection, whose deposition took place on August 24, 2023.

### **BASIS FOR RELIEF**

6. Local Rule 9018-1(f) provides:

Confidentiality. If any information or documents are designated confidential by the producing party at the time of production and the parties have not stipulated to a confidentiality agreement, until such an agreement has been agreed to by the parties or ordered by the Court, disclosure shall be limited to members and employees of the law firm representing the receiving party and such other persons as to which the parties agree. Such persons are under an obligation to keep such information and documents confidential and to use them only for purposes of the contested matter or the proceeding with respect to which they have been produced. Additionally, parties may

stipulate to the application of this rule in connection with informal discovery conducted outside a contested matter or adversary proceeding (e.g., a statutory committee's investigation of the validity, perfection or amount of a secured creditor's prepetition lien), in which case the documents and information produced shall be used only for the purpose defined by the parties' stipulation.

7. Accordingly, because the Documents have been designated as Confidential or Highly Confidential by the Debtors, the Movants are required to seek to file under seal the Documents and any references thereto in the Reply and Declaration.

**AVERMENT PURSUANT TO LOCAL RULE 9018-1(d)**

8. Consistent with Local Rule 9018-1(d)(iv)(a), the Movants communicated with the Debtors regarding whether any portion of the Documents or references thereto in the Reply and Declaration may be publicly filed. Based on such communications, the Movants have filed redacted versions of the Reply and Declaration.

**NOTICE**

9. Notice of this Motion to Seal is being provided through the Court's CM/ECF electronic noticing system to all parties that have requested notice in these cases. A courtesy copy will also be emailed to counsel to the Debtors, the Committee, and the U.S. Trustee.

**CONCLUSION**

WHEREFORE, the Movants respectfully request that this Court enter an order in substantially the form attached hereto as **Exhibit A** granting the relief requested in this Motion to Seal and granting such further relief as the Court may deem necessary or proper.

Dated: August 25, 2023  
Wilmington, Delaware

**MORRIS, NICHOLS, ARSHT & TUNNELL  
LLP**

/s/ Matthew O. Talmo

Robert J. Dehney (No. 3578)  
Matthew B. Harvey (No. 5186)  
Matthew O. Talmo (No. 6333)  
1201 North Market Street, 16th Floor  
P.O. Box 1347  
Wilmington, DE 19899-1347  
Telephone: (302) 658-9200  
Facsimile: (302) 658-3989  
Email: rdehney@morrisnichols.com  
mharvey@morrisnichols.com  
mtalmo@morrisnichols.com

-and-

**PAUL HASTINGS LLP**

Matthew M. Murphy (admitted *pro hac vice*)  
Matthew Micheli (admitted *pro hac vice*)  
Michael C. Whalen (admitted *pro hac vice*)  
71 South Wacker Drive Suite 4500  
Chicago, IL 60606  
Telephone: (312) 499-6000  
Facsimile: (312) 499-6100  
Email: mattmurphy@paulhastings.com  
mattmicheli@paulhastings.com  
michaelcwhalen@paulhastings.com

-and-

Kevin P. Broughel (admitted *pro hac vice*)  
200 Park Avenue  
New York, New York 10166  
Telephone: (212) 318-6000  
Facsimile: (312) 319-4090  
Email: kevinbroughel@paulhastings.com

*Counsel to Foxconn*